

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE:	§	
	§	
INLAND ENVIRONMENTAL	§	CASE NO. 16-34624
AND REMEDIATION, INC.,	§	
Debtor,	§	(CHAPTER 11)

DEBTOR'S EMERGENCY APPLICATION FOR AUTHORITY TO RETAIN
COOK-JOYCE INC. AS A SPECIAL ENVIRONMENTAL ENGINEERING CONSULTANT
PURSUANT TO 11 U.S.C. §327(a)

[hearing requested for Friday, February 17, 2017 at 2:30 p.m.]

THIS MOTION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE MOTION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 21 DAYS OF THE DATE THIS WAS SERVED. YOUR RESPONSE MUST STATE WHY THE MOTION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF REQUESTED MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE MOTION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER FURTHER EVIDENCE AT THE HEARING AND MAY DECIDE THE MOTION AT THE HEARING.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.

EMERGENCY RELIEF HAS BEEN REQUESTED. IF THE COURT CONSIDERS THE MOTION ON AN EXPEDITED BASIS, THEN YOU WILL HAVE LESS THAN 21 DAYS TO ANSWER. IF YOU OBJECT TO THE REQUESTED RELIEF OR IF YOU BELIEVE THE EXPEDITED CONSIDERATION IS NOT WARRANTED, YOU SHOULD FILE AN IMMEDIATE RESPONSE

1. INLAND ENVIRONMENTAL AND REMEDIATION, INC., the Debtor herein (the "Debtor"). Files this its Debtor's Expedited Application For Authority To Retain Cook-Joyce Inc. as a Special Environmental Engineering Consultant Pursuant to 11 U.S.C. §327(a) (the "Application").

2. The Debtor seeks expedited consideration of this motion in light of the fact that a deadline of March 13, 2017 has been set by this Court for the Debtor to file its chapter 11 plan of reorganization and chapter 11 disclosure statement. The Debtor desires to achieve final closure of its Altair, Texas facility pursuant to authorization of the Railroad Commission of Texas (RRC) in the most cost effective manner available. As such, the Debtor has requested the engineering firm of Cook-Joyce, Inc. and the law firm of Hance Scarborough, LLP to prepare a detailed closure activities plan and seek approval of the plan by the RRC, the surety entity administering the closure bond funds, and this Court. In order to move forward expeditiously to complete final closure, the retention of the professional engineering firm of Cook-Joyce Inc. ("Cook-Joyce"), is necessary. Debtor's closure plan requires the engagement of Cook-Joyce because Cook-Joyce has extensive experience with the Debtor's Altair facility and the requirements of the RRC. It would be detrimental to the progress of the case not to permit Cook-Joyce's engagement.

3. The Debtor filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code on September 14, 2016 (the "Date of the Petition"). From the Date of Petition the Debtor has maintained possession of its property, and has continued to remain in control of its ongoing business affairs as a Debtor-in-possession pursuant to the provisions of 11 U.S.C. §1107 and 1108.

4. The Court has jurisdiction over the proceedings herein pursuant to 11 U.S.C. §105, and 28 U.S.C. §151, 157, and 1334. Venue is appropriate by virtue of 28 U.S.C. § 1408.

5. The Debtor is providing notice of this motion to all interested parties including the United States Trustee.

6. Debtor has sought authority and has been approved to retain the law firm of Fuqua & Associates, P.C. (the "Firm").

7. Debtor now seeks to retain the professional engineering firm of Cook-Joyce to assist and provide support in the Debtor's closure plan activities for the Debtor's Altair facility for the reason that Cook-Joyce has considerable and extensive knowledge of the regulatory rules regarding the recycling of oil and gas waste, and with the Altair, Texas site in particular. Debtor believes that Cook-Joyce has the necessary and requisite expertise and knowledge to assist both the Firm and the Debtor-in-possession in these proceedings.

8. The professional services to be provided by Cook-Joyce include, *inter alia*:

- (a) To prepare a detailed closure operations plan to process the waste remaining at the Debtor's Altair facility;
- (b) To prepare a detailed decontamination plan for the processing area and all regulated equipment so that the equipment can be released from the site;
- (c) Develop a schedule of implementation based on the closure operations plan and the decontamination plan;
- (d) Develop an estimate of the amount of treated waste that will be available for sale;
- (e) Provide support for the Debtor as a Debtor-in -possession that may become necessary to effectuate closure for the facility;

9. For the reasons stated herein, the Debtor is of the view that it is necessary for it to be authorized to retain Cook-Joyce as Special Environmental Engineering Consultant in connection with its duties and responsibilities as a Debtor-in possession. The Debtor has previously sought the advice of Cook-Joyce, and would submit to this Court, that the

employment of Cook-Joyce is in the best interest of the Debtor, its estate, and to the Debtor's creditors.

10. Other than as disclosed below, to the best of Debtor's knowledge, information and belief, Cook-Joyce has no connection of any kind or nature with the Debtor, creditors, any other party in interest, their respective attorneys and accountants, the United States Trustee or any person employed in the office of the United States Trustee. Cook-Joyce is an unsecured creditor in the instant bankruptcy case and is on the committee of unsecured creditors. Other than its unsecured claim and appointment to the committee of unsecured creditors, Cook-Joyce represents no interest adverse to the Debtor or its estate in the matters upon which it has been engaged by the Debtor.

Cook-Joyce does have a prior relationship to the Debtor and its president, David Polston, specifically Special Environmental Engineering Consultant has previously provided representation as follows:

Cook-Joyce prepared an application for a permit renewal and amendment for the Altair facility. This work was done for Boundary Ventures, Inc., which is a company affiliated with the Debtor. Cook-Joyce submitted the permit application to the regulatory authority (RRC). Pursuant to requirements of the RRC, Cook-Joyce also conducted surface and subsurface investigation activities whereby Cook-Joyce staff: i) supervised planning of and installation of soil borings and groundwater monitoring wells at the Altair site; ii) sampled the soil borings; iii) sampled the groundwater monitoring wells on a quarterly basis; and iv) evaluated and reported the results of soil and groundwater sampling analyses to the RRC. These permit application and site investigation efforts required many site visits by Cook-Joyce personnel, who are therefore very familiar with facility operations. Cook-Joyce also met with RRC staff as necessary, both on

site and at their Austin offices, to discuss the permit application, the status of site operations, and site investigation activities.

11. Retention and employment of Cook-Joyce would be in the best interest of the Debtor and its estate. The Affidavit of James Jeffrey Glaser, P.E. pursuant to 11 U.S.C. §327(a) and Fed.R. Bank.P. 2014 and Professional Resumes of professionals employed by Cook-Joyce are attached hereto and incorporated by reference herein for all purposes as Exhibit "A".

12. At the represent time, Cook-Joyce charges the following billing rates:

James Jeffrey Glaser, P.E.	\$185.00 an hour
Stephen L. Cook, P.E.	\$185.00 an hour
Kathy L. McGee, P.E.	\$185.00 an hour
Edward E. Hughes, P.G.	\$165.00 an hour
Kevin Louis Lonseth, P.G.	\$105.00 an hour
Staff	\$ 40.00 to \$165.00 an hour

The fees which will be charged on an hourly basis to the debtor, as a Debtor-in-possession, will be the normal and ordinary fees charged by Cook-Joyce to its other non-bankruptcy clients, and are favorably comparable to fees charged by other engineering firms in the Southern District of Texas for services of a similar nature. Cook-Joyce requires the Debtor to provide a retainer of \$20,000.00 against which Cook-Joyce will provide application to this Court.

13. Pursuant to 11 U.S.C. §§330 and 331, any compensation sought in this bankruptcy case by Cook-Joyce will be subject to the scrutiny and authority of this Court.

14. James Jeffrey Glaser, P.E. does certify that he has received a copy of the Guidelines for Fee Applications effective January 1, 1993 (revised May 5, 1993), that he has read and understands the same, and that he will follow such guidelines in making all fee applications.

WHEREFORE, PREMISES CONSIDERED, Inland Environmental and Remediation, Inc., the Debtor herein, prays this Court to authorize the employment of Cook-Joyce as Special Environmental Engineering Consultant; that Cook-Joyce be employed on an hourly fee basis to represent the Debtor as a Debtor-in-possession for all matters relating to the preparation, development and implementation of a detailed closure operations plan; and to provide support for the Debtor as a Debtor-in-possession that may become necessary to effectuate closure for the Debtor's Altair facility.

Respectfully submitted this 15th day of February, 2017.

Respectfully submitted,

/s/ Richard Lee Fuqua

Richard Lee Fuqua
FUQUA & ASSOCIATES, PC
SBN 07552300
5005 Riverway, Suite 250
Houston, Texas 77056
713.960.0277
rlfuqua@fuqualegal.com
Attorney for the Debtor

CERTIFICATE OF SERVICE

This is to certify that a copy of the above and foregoing instrument was forwarded by ECF and or U.S. mail, first class postage pre-paid to the United States Trustee, 515 Rusk Street, Suite 3516, Houston, Texas 77002 and to all parties listed on the attached service list on the 16th day of February, 2017.

/s/ Richard L. Fuqua

Richard L. Fuqua

EXHIBIT "A"

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE:	§	
	§	
INLAND ENVIRONMENTAL	§	CASE NO. 16-34624
AND REMEDIATION, INC.,	§	
Debtor,	§	(CHAPTER 11)

AFFIDAVIT OF JAMES JEFFREY GLASER, P.E.

STATE OF TEXAS §
COUNTY OF TRAVIS §

Before me, the undersigned authority, on this day personally appeared James Jeffrey Glaser, P.E., personally known to me. After I administered the oath to him, upon his oath he stated:

“My name is James Jeffrey Glaser. I am of sound mind, over the age of twenty-one (21), and capable of making this Affidavit. I am a registered professional engineer, State of Texas No. 79731. I am Vice President of Cook-Joyce, Inc. with offices located at 812 W. 11th Street, Austin, Texas 78701.

The fees charged by Cook-Joyce, Inc. to the debtor’s estate are as follows:

James Jeffrey Glaser, P.E.	\$185.00 an hour
Stephen L. Cook, P.E.	\$185.00 an hour
Kathy L. McGee, P.E.	\$185.00 an hour
Edward E. Hughes, P.G.	\$165.00 an hour
Kevin Louis Lonseth, P.G.	\$105.00 an hour
Staff	\$ 40.00 to \$165.00 an hour

Other than as disclosed below, Neither I nor Cook-Joyce, Inc. have any connection of any kind or nature with the Debtor, creditors, any other party in interest, their respective attorneys and accountants, the United States Trustee or any person employed in the office of the United States Trustee. Cook-Joyce is an unsecured creditor in the instant bankruptcy case and is on the committee of unsecured creditors. Other than its unsecured claim and appointment to the committee of unsecured creditors, Cook-Joyce and James Jeffrey Glaser represent no interest adverse to the Debtor or its estate in the matters upon which they have been engaged by the Debtor.

Cook-Joyce, Inc. and James Jeffrey Glaser do have a prior relationship to the Debtor and its president, David Polston, specifically, Cook-Joyce, Inc. and James Jeffrey Glaser have previously provided services to the Debtor and its president, David Polston as follows:

Cook-Joyce prepared an application for a permit renewal and amendment for the Altair facility. This work was done for Boundary Ventures, Inc., which is a company affiliated with the Debtor. Cook-Joyce submitted the permit application to the regulatory authority (Railroad Commission of Texas or RRC). Pursuant to requirements of the RRC, Cook-Joyce also conducted surface and subsurface investigation activities whereby Cook-Joyce staff: i) supervised planning of and installation of soil borings and groundwater monitoring wells at the Altair site; ii) sampled the soil borings; iii) sampled the groundwater monitoring wells on a quarterly basis; and iv) evaluated and reported the results of soil and groundwater sampling analyses to the RRC. These permit application and site investigation efforts required many site visits by Cook-Joyce personnel, who are therefore very familiar with facility operations. Cook-Joyce also met with RRC staff as necessary, both on site and at their Austin offices, to discuss the permit application, the status of site operations, and site investigation activities.

Other than is disclosed above, Cook-Joyce, Inc. and I are both disinterested persons.

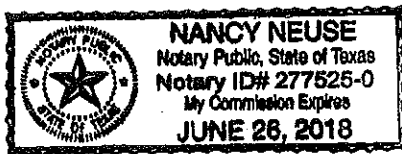
Neither I nor the professional engineering firm of Cook-Joyce, Inc. hold or represent any interest adverse to the Debtor or its estate in the matters upon which we are to be engaged by the Debtor.


The employment of Cook-Joyce, Inc. is in the best interest of the Debtor, its estate, and to the Debtor's creditors.

Further Affiant sayeth not."


James Jeffrey Glaser, P.E.

Sworn to and subscribed before me by 15th on this the day of February, 2017.




Notary Public In and for the
State of Texas

My Commission Expires: June 26, 2018

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1022 Schultz Rd.
Columbus, TX 78934

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Brenham, TX 77833

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dba Chrysler Capital
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Bankruptcy Dept., PO Box 85092
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TSI Laboratories
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TxTag
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Dallas, TX 75265

Uline Attn: Accts. Receivable
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Chicago, IL 60680-1741

United Rentals North America Inc.
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Dallas, TX 75284-0514

Unum Life Insurance Company
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Atlanta, GA 30384-9548

Waukesha-Pearce Industries Inc
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Dallas, TX 75320-4116

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~~NW-5934~~
~~PO Box 1450~~
~~Minneapolis, MN 55485-5934~~

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The Woodlands TX 77393

XTIRI
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St. George, UT 84771-2947

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Conroe, TX 77305

20 LARGEST UNSECURED CREDITORS:

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c/o Stuart Maxey
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Birmingham, AL 35203-2119

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62522 Collections Center Drive
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